

RECORDATION NO. 21582 FILED

AUG 17 '98

1-20PM

DJJ Transportation Services, Inc.
a subsidiary of
The David J. Joseph Company

August 13, 1998

RECEIVED
SURFACE TRANSPORTATION
BOARD
AUG 17 1 20 PM '98

Mr. Vernon Williams
Recordations Unit
Surface Transportation Board
1925 K Street, N.W.
Washington, DC 20423-001

Dear Mr. Williams:

Enclosed is an original and one copy of the Memorandum of Railroad Equipment Lease dated as of June 26, 1998, between the following parties:

Lessee: Georgia Pacific Corporation
133 Peachtree Street, NE
GA030 G15
P.O. Box 105605
Atlanta, GA 30348

Lessor: The David J. Joseph Company
300 Pike Street
Cincinnati, OH 45202

Please see Exhibit A as set forth in the document for the Equipment involved in this transaction.

Please file this agreement as a primary document. The \$26.00 fee is included in the check number 443001.

Sincerely,

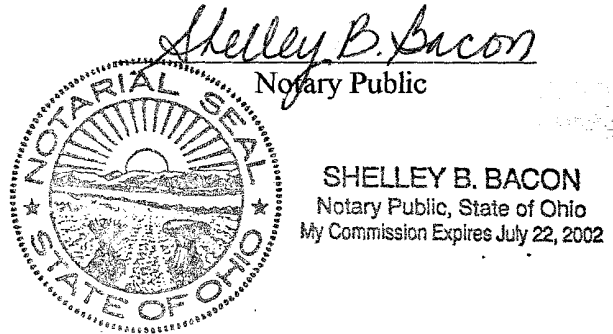
THE DAVID J. JOSEPH COMPANY

Shelley B. Bacon
Contract Assistant

Enclosures

CERTIFICATE

The undersigned, Shelley B. Bacon notary public in and for the County of Hamilton, State of Ohio, hereby certifies that the copy of the document attached hereto has been compared with the original and that the undersigned has found the copy to be complete and identical in all respects to the original document.



RECORDATION NO. 21588 FILED

AUG 17 '98

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**MEMORANDUM OF
RAILROAD EQUIPMENT LEASE AGREEMENT**

This **MEMORANDUM OF RAILROAD EQUIPMENT LEASE** ("Memorandum of Lease") entered into this 26th day of June, 1998, is intended to evidence the lease dated as of June 26, 1998 (the "Lease"), between **DJJ TRANSPORTATION SERVICES, INC.**, a Delaware corporation ("Lessor"), and **GEORGIA PACIFIC CORPORATION**, a Georgia corporation ("Lessee"), for the purpose of satisfying the requirements of recordation with the Surface Transportation Board under Section 49 of U.S.C. 11301. Lessee has the right to use the twenty-seven (27) railcars described in Exhibit A attached hereto (the "Units"). Lessee is renting from Lessor all the Units at the rentals and upon the terms and conditions provided in the Lease.

IN WITNESS WHEREOF, Lessor and Lessee, each pursuant to due corporate authority, has executed this Memorandum of Lease on the date indicated below its signature.

DJJ TRANSPORTATION SERVICES, INC.

By: 

Name: Kenneth W. Miller, Jr.

Title: Vice President

Date: June 26, 1998

GEORGIA PACIFIC CORPORATION *cle*

By: 

Name: **Michael O. Blackwell**
Group Director
Transportation & Logistics Division

Title: _____

Date: 7-21-98

STATE OF OHIO)
)
COUNTY OF HAMILTON) SS:

The foregoing instrument was acknowledged before me this 26th day of June, 1998,
by Kenneth W. Miller, Jr., the Vice President of DJJ Transportation Services, Inc., a
Delaware corporation, on behalf of the corporation.

Shelley B. Bacon

My Commission expires:

July 22, 2002



SHELLEY B. BACON
Notary Public, State of Ohio
My Commission Expires July 22, 2002

STATE OF _____)
)
COUNTY OF _____) SS:

The foregoing instrument was acknowledged before me this 21st July day of June,
1998, by Michael O. Beckwith the Group Director of Georgia
Transportation & Logistics Division
Pacific Corporation, a Georgia corporation, on behalf of the corporation.

Kellen Williams
Notary Public

My Commission expires:

Notary Public, Henry County, Georgia
My Commission Expires Nov. 4, 2000

EXHIBIT A

To the Memorandum of Lease dated June 26, 1998, between DJJ Transportation Services, Inc. and Georgia Pacific Corporation.

DESCRIPTION OF UNITS

Twenty-seven (27) railcars bearing reporting marks as follows:

GPSX 71001 - 71010, inclusive
and
GPSX 73011 - 73027, inclusive